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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

**FLORIDA PROFIT CORPORATION OR P.A.**  
**OTA GROUP, INC.**

Certificate of Status	0
Certified Copy	1
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Articles of Incorporation  
of  
OTA GROUP, INC.

Article I. Name

The name of this Florida corporation is:  
OTA GROUP, INC.

Article II. Address

The mailing address of the Corporation is:

OTA GROUP, INC.  
C/O CARLOS OTAMENDI  
15280 S.W. 51 ST.  
MIRAMAR, FL 33027

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of  
common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

CARLOS OTAMENDI  
15280 S.W. 51 ST.  
MIRAMAR, FL 33027

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of  
Directors consisting of no less than one director. The number of directors may  
be increased or decreased from time to time in accordance with the Bylaws of  
the Corporation. The election of directors shall be done in accordance with the  
Bylaws. The directors shall be protected from liability to the fullest extent  
permitted by law. The name of each initial member of the Corporation's Board of  
Directors are:

President - Carlos Otamendi - 15280 S.W. 51 St., Miramar, FL 33027

Prepared by:

Barreras & Rachlin, P.L., 11120 N. Kendall Dr., #201, Miami, FL 33176  
(305)270-2040

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

The name and address of the incorporator is:

CARLOS OTAMENDI  
15280 S.W. 51 ST.  
MIRAMAR, FL 33027

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on July 15, 2002.

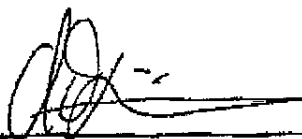
By:   
\_\_\_\_\_  
CARLOS OTAMENDI  
President

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

CORPORATION:  
OTA GROUP, INC.

REGISTERED AGENT:  
CARLOS OTAMENDI  
15280 S.W. 51 ST.  
MIRAMAR, FL 33027

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By:   
\_\_\_\_\_  
CARLOS OTAMENDI  
Registered Agent

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